

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

SUNEDISON, INC., *et al.*,

Debtors.<sup>1</sup>

: Chapter 11

: Case No. 16-10992 (SMB)

: Jointly Administered

:

:

**AFFIDAVIT OF SERVICE**

I, Kadeem Champagnie, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On November 10, 2016, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Core/2002 List attached hereto as **Exhibit A**:

- Notice of Presentment of Proposed Stipulation and Agreed Order Among SunEdison, Inc., Terraform Power, Inc., Terraform Global, Inc. and the Official Committee of Unsecured Creditors of SunEdison Regarding the Debtors’ Filing of Yieldco 2015.3 Reports [Docket No. 1572]
- Debtors’ Objection to the Application of CSI Leasing, Inc. for Entry of an Order Authorizing and Directing the Examination of the Debtors [Docket No. 1577]

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<sup>1</sup>

The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A); Sunflower Renewable Holdings 1, LLC (6273); Blue Sky West Capital, LLC (7962); First Wind Oakfield Portfolio, LLC (3711); First Wind Panhandle Holdings III, LLC (4238); DSP Renewables, LLC (5513); Hancock Renewables Holdings, LLC (N/A); EverStream HoldCo Fund I, LLC (9564); Buckthorn Renewables Holdings, LLC (7616); Greenmountain Wind Holdings, LLC (N/A); Rattlesnake Flat Holdings, LLC (N/A); Somerset Wind Holdings, LLC (N/A); SunE Waiawa Holdings, LLC (9757); SunE MN Development, LLC (8669); SunE MN Development Holdings, LLC (5388); and SunE Minnesota Holdings, LLC (8926). The address of the Debtors’ corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043.

- Debtors' Statement Regarding the Committee's Application to Employ Kobre & Kim LLP as Conflicts Counsel to the Official Committee [Docket No. 1580]

On November 10, 2016, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via Overnight Mail and Email on the Fee Statement Notice Parties Service List attached hereto as Exhibit B:

- Debtors' Statement Regarding the Committee's Application to Employ Kobre & Kim LLP as Conflicts Counsel to the Official Committee [Docket No. 1580]

Dated: November 14, 2016



Kadeem Champagnie

State of New York  
County of New York

Subscribed and sworn to (or affirmed) before me on November 14, 2016, by Kadeem Champagnie, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:



PAUL PULLO  
Notary Public, State of New York  
No. 01PU6231078  
Qualified in Nassau County  
Commission Expires Nov. 15, 2018

**Exhibit A**

## Exhibit A

## Core/2002 Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Official Committee of Unsecured Creditors	Advantage Opportunities Fund, LP	Attn: Irvin Schlussel 1221 Brickell Avenue Suite 2660 Miami FL 33131		Overnight Mail
Counsel to Kforce, Inc.	Akerman LLP	Attn: Jason L Margolin 401 E. Jackson Street Suite 1700 Tampa FL 33602	jason.margolin@akerman.com	Email
Counsel to Kforce, Inc.	Akerman LLP	Attn: Susan F Balaschak 666 Fifth Avenue 20th Fl New York NY 10103	susan.balaschak@akerman.com	Email
Counsel to the Steering Committee of Second Lien Creditors & The Tranche B Lenders/Steering Committee	Akin Gump Strauss Hauer & Field, LLP	Attn: Arik Preis, Kristine Manoukian, Daniel H. Golden & Deborah Newman One Bryant Park Bank of America Tower New York NY 10036-6745	apreis@akingump.com dgolden@akingump.com djnewman@akingump.com	Overnight Mail and Email
Official Committee of Unsecured Creditors	Albemarle Corporation	Attn: Michael Lutgring 451 Florida Street Baton Rouge LA 70801		Overnight Mail
Official Committee of Unsecured Creditors	AQR DELTA Master Account, L.P.	Attn: Melinda C. Franek, VP 2 Greenwich Plaza 4th Floor Greenwich CT 06830		Overnight Mail
Counsel to Motech Industries Inc.	Ardent Law Group, P.C.	Attn: Hubert H. Kuo, Esq. 2301 Dupont Drive Suite 510 Irvine CA 92612	hkuo@ardentlawgroup.com	Email
AT&T Services Inc.	AT&T Services Inc.	Attn: James W. Grudus & C. Nicole Gladden One AT&T Way Bedminster NJ 07921	jg5786@att.com gn235y@att.com	Email
Attorney General for the State of Michigan	Attorney General for the State of Michigan	Attn: Juandisha M. Harris, Assistant Attorney General Cadillac Place, Suite 10-200 3030 W. Grand Boulevard Detroit MI 48202	harrisj12@michigan.gov	Email
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Counsel to BIT Holdings Seventy-One, Inc. & E.I. du Pont de Nemours and Company	Ballard Spahr LLP	Attn: Brent Weisenberg, Esq. 919 Third Avenue New York NY 10022	weisenbergb@ballardspahr.com	Email
Counsel to BIT Holdings Seventy-One, Inc.	Ballard Spahr LLP	Attn: Matthew G. Summers, Esq. 919 N. Market Street 11th Floor Wilmington DE 19801	summersm@ballardspahr.com	Email
Counsel to E.I. du Pont de Nemours and Company	Ballard Spahr LLP	Attn: Tobey M. Daluz, Esq. 919 N. Market Street, 11th Floor Wilmington DE 19801	daluzt@ballardspahr.com	Email
Counsel to The Comptroller of Public Accounts of the State of Texas ("Comptroller") and The Texas Workforce Commission ("TWC")	Bankruptcy & Collections Division	Attn: Kimberly A. Walsh, Assistant Attorney General P.O. Box 12548 Austin TX 78711-2548	Kimberly.Walsh@texasattorneygeneral.gov	Email
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Exhibit A

Core/2002 Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Official Committee of Unsecured Creditors	BOKF, N.A., as Indenture Trustee	Attn: George F. Kubin 1600 Broadway 3rd Floor Denver CO 80202		Overnight Mail
Counsel to Borrego Solar Systems, Inc.	Borrego Solar Systems, Inc.	Attn: Andrew Hall 5005 Texas Street Suite 400 San Diego CA 92108	andrewhall@borregosolar.com	Email
Counsel to Alexander Usenko, Julie Dull, Erin O'Day and Robert Linton	Bottini & Bottini, Inc.	Attn: Frank Bottini, Esq. & Albert Chang, Esq. 7817 Ivanhoe Avenue Suite 102 La Jolla CA 92037	mail@bottinilaw.com	Email
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Chambers of Honorable Judge Stuart M. Bernstein	Chambers of Honorable Stuart M. Bernstein	SunEdison Chambers Copy US Bankruptcy Court SDNY One Bowling Green New York NY 10004-1408		Overnight Mail
Counsel to PNC Energy Capital LLC	Chapman and Cutler LLP	Attn Steven Wilamowsky 1270 Avenue of the Americas New York NY 10020	wilamowsky@chapman.com	Email
Counsel to PNC Energy Capital, LLC	Chapman and Cutler LLP	Attn: James M. Heiser 111 W. Monroe Street Chicago IL 60603	heiser@chapman.com	Email

## Exhibit A

## Core/2002 Service List

Served as set forth below

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Counsel to Flextronics Industrial Ltd., Flextronics International Europe B.V. and Flextronics International Asia-Pacific Ltd.	Curtis, Mallet-Prevost, Colt & Mosle LLP	Attn: Steven J. Reisman, Esq., James V. Drew, Esq. & Cindi M. Giglio, Esq. 101 Park Avenue New York NY 10178-0061	sreisman@curtis.com jdrew@curtis.com cgiglio@curtis.com	Email
Official Committee of Unsecured Creditors	D.E. Shaw Composite Holdings, LLC	Attn: Martin Lebwohl 1166 Avenue of the Americas 9th Floor New York NY 10036		Overnight Mail

## Exhibit A

## Core/2002 Service List

Served as set forth below

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Counsel to Madison Dearborn Capital Partners IV, L.P.; D. E. Shaw Composite Holdings, L.L.C.; D. E. Shaw CF-SP Series 1 MWP Acquisition, L.L.C.; D. E. Shaw CF-SP Series 13-04, L.L.C.; D. E. Shaw CF-SP Series 8-01, L.L.C.; D. E. Shaw CF-SP Series 11-06, L.L.C.; D. E. Shaw CF-SP Series 10-07, L.L.C.; and D. E. Shaw Renewable Investments, L.L.C.	Debevoise & Plimpton LLP	Attn: My Chi To, Shannon Rose Selden, Christopher Updike & Erica S. Weisgerber 919 Third Avenue New York NY 10022	mcto@debevoise.com rseldens@debevoise.com cupdike@debevoise.com eweisgerber@debevoise.com	Email
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Counsel for Oklahoma Firefighters Pension and Retirement System, Omega Capital, Investors, L.P., Omega Capital Partners, L.P., Omega Equity Investors, L.P., Omega Overseas Partners, LTD. (Collectively, the Omega Entities), Glenview Capital Partners, L.P., Glenview Institutional Partners, L.P., Glenview Capital Master Fund, LTD., Glenview Capital Opportunity Fund, L.P., Glenview Capital Offshore Opportunity Master Fund, L.P. (Collectively, the Glenview Entities), Cobalt Partners, LP, Cobalt Partners II, LP, Cobalt Offshore Master Fund, LP, Cobalt KC Partners, LP, (Collectively, the Cobalt Entities)	Eiseman Levine Lehrhaupt & Kakoyiannis, P.C.	Attn: Laurence May, Esq. & Peter Reiser, Esq. 805 Third Avenue Room 1000 New York NY 10022	lmay@eisemanlevine.com preiser@eisemanlevine.com	Email
Manager to DG Solar Partners I, LLC/SE SOLAR TRUST VII	EverStream Energy Capital Management LLC	Attn: Jordan Roberts 101 California, Suite 2880 San Francisco CA 94111	Jordan.Roberts@everstreamcapital.com	Email

Exhibit A

Core/2002 Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Official Committee of Unsecured Creditors	Flextronics Industrial, Ltd.	Attn: Donald Heap 600 Shiloh Road Plano TX 75074		Overnight Mail
Counsel to BOKF, N.A., as Indenture Trustee	Foley & Lardner LLP	Attn: Harold L. Kaplan, Mark F. Hebbeln & Lars A. Peterson 321 North Clark Street Suite 2800 Chicago IL 60654-5313	hkaplan@foley.com mhebbeln@foley.com lapeterson@foley.com	Overnight Mail and Email
Counsel for Jones Lang LaSalle Americas, Inc. ("JLL"), Experian Marketing Solutions, Inc.	Frankgecker LLP	Attn: Joseph D. Frank & Reed Heiligman 325 North LaSalle Street Suite 625 Chicago IL 60654	rheiligman@fgllp.com jfrank@fgllp.com	Email
Counsel for Manuel Acosta aka "Acosta" & Richard Wheeler	Gainey McKenna & Egleston	Attn Thomas J McKenna 440 Park Avenue South 5th Floor New York NY 10016	tjmckenna@gme-law.com	Email
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Counsel to First Reserve Corporation & Emera Maine, and GCL-Poly Energy Holdings Limited	Gibson, Dunn & Crutcher LLP	Attn: Matthew G. Bouslog 3161 Michelson Drive Irvine CA 92612-4412	MBouslog@gibsondunn.com	Email
Counsel to First Reserve Corporation & Emera Maine, and GCL-Poly Energy Holdings Limited	Gibson, Dunn & Crutcher LLP	Attn: Michael A. Rosenthal 200 Park Avenue New York NY 10166-0193	MRosenthal@gibsondunn.com dcassidy@gibsondunn.com jgaffney@gibsondunn.com jmurphy@gibsondunn.com	Email
Counsel to 7550IAD, LLC	Goldman & Van Beek, P.C.	Attn: Neil D. Goldman, Esq. 510 King Street Suite 416 Alexandria VA 22314	ngoldman@goldmanvanbeek.com	Email
Counsel to Okta	Goodwin Procter LLP	Attn: William P. Weintraub The New York Times Building 620 Eighth Avenue New York NY 10018	wweintraub@goodwinprocter.com	Email
Counsel to WFP Tower D Co. L.P.	Greenberg Traurig, LLP	Attn: Daniel J. Ansell & Heath Kushnick 200 Park Avenue New York NY 10166	ansellid@gtlaw.com kushnickh@gtlaw.com	Email
Counsel to Alexander Usenko, Julie Dull, Erin O'Day and Robert Linton	Harwood Feffer LLP	Attn: Daniella Quitt, Esq. 488 Madison Avenue, #801 New York NY 10022	dquitt@hfesq.com	Email
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Exhibit A

Core/2002 Service List

Served as set forth below

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Internal Revenue Service	Internal Revenue Service	Attn: District Director 290 Broadway New York NY 10007		Overnight Mail
Counsel for PCS Phosphate Company, Inc. and PCS Sales (USA), Inc.	Jones Day	Attn: Lauren M. Buonomo 250 Vesey Street New York NY 10281-1047	lmbuonomo@jonesday.com	Email
Counsel to DDR Corp. & Tata America International Corporation d/b/a Tata America	Kelley Drye & Warren LLP	Attn: James S. Carr, Esq., Benjamin D. Feder, Esq., Sarah Carnes, Esq. & Kristin S. Elliot 101 Park Avenue New York NY 10178	KDWBANKRUPTCYDEPARTMENT@kelleydrye.com jcarr@kelleydrye.com bfeder@kelleydrye.com scarnes@kelleydrye.com kelliott@kelleydrye.com	Email
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Exhibit A

Core/2002 Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to Appaloosa Investment Limited Partnership	Lowenstein Sandler LLP	Attn: Michael S. Etkin, Esq., Scott Cargill, Esq., Andrew D. Behlmann, Esq. & Nicole M. Brown, Esq. 1251 Avenue of the Americas New York NY 10020	metkin@lowenstein.com scargill@lowenstein.com abehlmann@lowenstein.com nbrown@lowenstein.com	Email
Counsel to Appaloosa Investment Limited Partnership	Lowenstein Sandler LLP	Attn: Michael S. Etkin, Esq., Scott Cargill, Esq., Andrew D. Behlmann, Esq. & Nicole M. Brown, Esq. 65 Livingston Avenue Roseland NJ 07068	scargill@lowenstein.com abehlmann@lowenstein.com nbrown@lowenstein.com	Email
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Counsel to MSSA S.A.S. and MSSA Company Corporation	Murphy & McGonigle, P.C.	Attn: Barry S. Gold & Steven D. Feldman 1185 Avenue of the Americas 21st Floor New York NY 10036	barry.gold@mmlawus.com steven.feldman@mmlawus.com	Email

Exhibit A

Core/2002 Service List

Served as set forth below

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Counsel to Invesco IF IV Operating Tenant LLC	Nutter, McCennen & Fish, LLP	Attn: John G. Loughnane Seaport West 155 Seaport Boulevard Boston MA 02210	jloughnane@nutter.com	Email
Counsel to Inforeliance Corporation	Odin Feldman & Pittleman PC	Attn: Alexander M. Laughlin, Esq. 1775 Wiehle Avenue Suite 400 Reston VA 20190	alex.laughlin@ofplaw.com	Email
Counsel to Country of Imperial, California	Office of the Tax Collector	Attn: Karen Vogel, Treasurer-Tax Collector 940 West Main Street Suite 106 El Centro CA 92243		Overnight Mail
Office of United States Trustee - Southern District of New York	Office of the United States Trustee for Region 2	Attn: Paul Schwartzberg 201 Varick Street Suite 1006 New York NY 10014	paul.schwartzberg@usdoj.gov	Overnight Mail and Email
Counsel to Okta	OKTA	Attn: Jon Runyan - General Counsel 301 Brannan Street 1st Floor San Francisco CA 94107		Overnight Mail
Proposed Ordinary-Course Counsel for Certain Debtors and Debtors in Possession	Orrick Herrington & Sutcliffe LLP	Attn Frederick D Holden Jr The Orrick Building 405 Howard Street San Francisco CA 94105	fholden@orrick.com	Email
Proposed Ordinary-Course Counsel for Certain Debtors and Debtors in Possession	Orrick Herrington & Sutcliffe LLP	Attn Monica Perrigino 52 West 52nd Street New York NY 10019-6142	mperrigino@orrick.com	Email
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Exhibit A

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Served as set forth below

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Wells Fargo Equipment Finance, Inc.; WF-SunE-XII Solar Statutory Trust; EnfinityWF Solar Trust; WF-SE I Solar Statutory Trust; WF-SunE-SPS Solar Statutory Trust; WF-SunE-EPE Solar Statutory Trust; WF-SunE-Cascade Solar Statutory Trust; WF-SunE-Orion I Solar Statutory Trust; WF-SunE-Orion II Solar Statutory Trust; WF-SunE-Vega Solar Statutory Trust; Wilmington Trust Company, solely in its capacity as Trustee for the WF-SunEXII Solar Statutory Trust; Wilmington Trust, National Association, solely in its capacity as Trustee for the EnfinityWF Solar Trust; and Wells Fargo Bank Northwest, National Association, solely in its capacity as Trustee for the WF-SE I Solar Statutory Trust, the WF-SunE-SPS Solar Statutory Trust, the WF-SunE-EPE Solar Statutory Trust, the WF-SunE-Cascade Solar Statutory Trust, the WF-SunE-Orion I Solar Statutory Trust, the WF-SunE-Orion II Solar Statutory Trust, and the WF-SunE-Vega Solar Statutory Trust	Troutman Sanders LLP	Attn: Hugh M. McDonald, Craig M. Kline & Louis A. Curcio 875 Third Avenue New York NY 10022	Hugh.McDonald@troutmansanders.com Craig.Kline@troutmansanders.com Louis.Curcio@troutmansanders.com	Email
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Counsel to Argonaut Insurance Company	Westerman Ball Ederer Miller Zucker & Sharfstein, LLP	Attn.: Eric G. Waxman, III, Esq. & Mickee M. Hennessy, Esq. 1201 RXR Plaza Uniondale NY 11556	ewaxman@westermanllp.com mhennessey@westermanllp.com	Email

Exhibit A

Core/2002 Service List

Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to the Debtors' Postpetition Secured Lenders	White & Case LLP	Attn: Scott Greissman & Elizabeth Feld 1155 Avenue of the Americas New York NY 10036-2787	sgreissman@whitecase.com efeld@whitecase.com	Overnight Mail and Email
Counsel to Ad Hoc Group of SunEdison, Inc. Convertible Unsecured Noteholders	White & Case LLP	Attn: Thomas E. Lauria, Esq. Southeast Financial Center 200 South Biscayne Boulevard, Suite 4900 Miami FL 33131-2532	tlauria@whitecase.com	Overnight Mail and Email
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Indenture Trustee for the Prepetition Bonds/ Secured Creditor/ Top 40 Creditor	Wilmington Trust, National Association	Attn: SunEdison, Inc. Administrator 1100 North Market St Wilmington DE 19890	tmorris@wilmingtontrust.com	Overnight Mail and Email
Collateral Trustee for the Prepetition Second Lien Credit Agreement	Wilmington Trust, National Association	Attn: W. Thomas Morris II Global Capital Markets 1100 North Market St Wilmington DE 19890	tmorris@wilmingtontrust.com	Overnight Mail and Email
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**Exhibit B**

## Fee Statement Notice Parties Service List

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